

UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

In re	)	Chapter 7
	)	
Pelham Enterprises, Inc.	)	Case No. 07 B 01312
	)	Hon. John H. Squires
Debtor.	)	Hearing Date: June 7, 2010
	)	Hearing Time: 10:00 a.m.

**Second and Final Application for Allowance and Payment of  
Compensation and Reimbursement of Expenses  
of Joseph A. Baldi & Associates, Attorneys for Trustee**

Joseph A. Baldi & Associates, P.C. ("Baldi & Associates" or "B&A"), attorneys for Joseph A. Baldi, as trustee ("Trustee") of the estate ("Estate") of Pelham Enterprises, Inc. debtor ("Debtor"), pursuant to section 330 of title 11, United States Code ("Code"), requests this Court to enter an order for the allowance and payment to Baldi & Associates of 1) \$9,733.00 as final compensation for 31.90 hours of legal services rendered to the Trustee from March 1, 2008 through the close of this case and 2) \$71.37 as reimbursement of expenses incurred in connection with such services. In support thereof, Baldi & Associates respectfully states as follows:

**Introduction**

1. Debtor commenced this case on January 25, 2007 by filing a voluntary petition for relief under chapter 7 of the Code.
2. Joseph A. Baldi is the duly appointed, qualified and acting chapter 7 trustee in this case.
3. As of the commencement of this case, the Estate's primary assets were certain claims against Joey Buona's Pizzeria Grille Chicago, L.L.C., the Buona Companies, L.L.C., Superior Street, L.L.C., BG East, L.L.C. and Carlo Buonavolanto (the "Buono Defendants") (i) for alleged violations of the Illinois Franchise Disclosure Act (IFDA), the Illinois Consumer Fraud and Deceptive Business Practices Act and common law fraud, (ii) to recover fraudulent transfers of Pelham's assets, and (iii) to avoid obligations incurred to or on behalf one or more of the Buona Defendants pursuant to the alleged unlawful offering and sale of a franchise (collectively, the "Estate Claims").

4. The bar date for filing claims in this case was June 6, 2007.

### **Retention of Baldi & Associates**

5. On March 22, 2007, the Court entered an order authorizing Trustee to employ Joseph A. Baldi and the law firm of Baldi & Associates as his counsel in this case. A copy of the order authorizing Trustee to retain Baldi & Associates is attached hereto as Exhibit A. Baldi & Associates has served as counsel for Trustee at all times since its retention.

6. The attorneys and paralegals who were primarily responsible for representing the Trustee during the period covered by this fee application are:

Joseph A. Baldi -- Partner  
Donna B. Wallace-- Associate  
Elizabeth C. Berg -- Associate/Paralegal<sup>1</sup>  
Ricki Podorovsky -- Paralegal

(The professional qualifications and experience of the Baldi & Associates attorneys and paralegals who have performed substantial legal services for the Trustee during the period covered by this Application were set forth in Exhibit B to the First Application.)

### **Prior Compensation and Expense Reimbursement Received**

7. This is the second and final application ("Application") for allowance and payment of compensation and expense reimbursement that Baldi & Associates has filed in this case.

8. Pursuant to Baldi & Associates' first interim application which was filed on March 3, 2008 ("First Application") and this Court's order dated March 25, 2008, Baldi & Associates was awarded and paid interim compensation in the amount of \$6,872.00. As part of this Application, Baldi & Associates requests that all monies previously awarded and paid pursuant to the First Application be deemed final. (A copy of the Order awarding Baldi & Associates interim

---

1

Ms. Berg is both a licensed attorney at law and a certified and duly trained paralegal. She has performed services on behalf of Trustee in this case in both capacities. As previously disclosed in the Trustee's application to employ Baldi & Associates, Ms. Berg maintains separate timekeeper numbers in order to distinguish her dual capacities and to bill her services at the appropriate rate.

compensation pursuant to the First Application is attached hereto as Exhibit B).

**Services Rendered by Baldi & Associates**

9. Itemized and detailed descriptions of the specific services rendered by Baldi & Associates to the Trustee for which compensation is sought in this Application are reflected on the billing statements attached hereto as Exhibit C. The billing statements set forth the name of each attorney or paralegal, the amount of time spent rendering each service, the date on which each service was rendered, a description of the service rendered and the total number of hours of services rendered by each attorney or paralegal in each category.

10. The services rendered by Baldi & Associates during the period covered by this Application have been summarized below:

General Administration: Baldi & Associates analyzed the Estate's potential interest in an insurance policy and advised the Trustee with respect to the potential recovery of same; and, as more specifically set forth in the First Application, Baldi & Associates worked with special counsel and represented the Trustee in negotiations with the Buono Defendants for a settlement of the Estate Claims; as a result of these efforts, the Trustee entered into a settlement agreement with the Buono Defendants whereby the Estate was scheduled to recover \$520,000.00 over a period of 3 months, less certain amounts as a result of claim reductions against the Estate; Baldi & Associates represented the Trustee with respect to the proper and complete collection of the settlement proceeds with the Buono Defendants.

In connection with the foregoing, Baldi & Associates spent 3.00 hours for which it requests allowance and payment of final compensation in the amount of \$1,139.50.

Retention of Professionals: Baldi & Associates prepared and presented the Trustee's Motion to Employ Attorneys and Trustee's Motion to Employ Accountants.

In connection with the foregoing, Baldi & Associates spent .60 hours for which it requests allowance and payment of final compensation in the amount of \$240.00.

Claims Review: Baldi & Associates represented the Trustee with respect to the motion to pay a lien claim and the application for post-petition attorneys' fees by special counsel related to the Estate Claims; Baldi & Associates verified the validity and proper perfection of the attorneys' lien claim; Baldi & Associates represented the Trustee at court hearings relative thereto; Baldi & Associates advised the Trustee as to various objections to claims filed by the Buono Defendants (which objections were authorized to be filed by said entities pursuant to the order settling with the Estate Claims with the Buono Defendants); B&A advised the Trustee regarding the potential for joining certain objections, as appropriate; Baldi & Associates represented the Trustee with respect to inquiries from creditors regarding the filing of proofs of claims; and Baldi & Associates reviewed and analyzed the secured claim asserted by Restaurant Stainless and advised the Trustee regarding the invalidity of said claim as a secured claim; as requested by the Trustee, B&A procured the voluntary reclassification of the Stainless claim without the need for a formal claim objection.

In connection with the foregoing, Baldi & Associates spent 12.20 hours for which it requests allowance and payment of final compensation in the amount of \$4,137.50.

Fee Applications: Baldi & Associates prepared and presented the First Application and the Trustee's First Interim Fee Application; Baldi & Associates prepared this Application and the final fee applications of the Trustee and the Trustee's Accountants.

In connection with the foregoing, Baldi & Associates spent 16.10 hours for which it requests allowance and payment of final compensation in the amount of \$4,256.00.

#### **Compensation Requested**

10. Baldi & Associates has expended a total of 31.90 hours for the services described and categorized in paragraph nine above. The total value of and the amount of compensation requested herein for those services is \$9,773.00.

11. All of the services performed by Baldi & Associates were required for proper

representation of the Trustee in this case, were authorized by this Court and were performed by Baldi & Associates at the request and direction of the Trustee. Pursuant to Section 330 of the Code and the generally applicable criteria with respect to the nature, extent and value of the services performed, all of Baldi & Associates' services are compensable and the compensation requested herein is fair and reasonable. There has been no duplication of services rendered to the Trustee by Baldi & Associates for which compensation is requested. In those instances where two or more attorneys participated in any matter, such joint participation was necessary due to the complexity of the problems involved.

12. The rates charged by the attorneys and paralegals of Baldi & Associates in this Application are their usual and customary hourly rates charged during the period covered by this Application for work performed for other clients in both bankruptcy and non-bankruptcy matters. A list of each person who performed services for the Trustee and their hourly rate is contained in the billing statements attached hereto as Exhibit C.

#### **Payment of Compensation**

13. Baldi & Associates has not entered into any agreement or understanding of any kind, express or implied, with any other entity to share any compensation received or to be received by Baldi & Associates for services rendered to the Trustee in connection with this case.

14. Baldi & Associates has not previously received or been promised any payments for services rendered in this case.

15. The Affidavit of Joseph A Baldi pursuant to Rule 2016 of the Federal Rules of Bankruptcy Procedure is attached hereto as Exhibit D and made a part hereof.

16. The proposed source for payment of the compensation requested in this Application are the Estate funds in the Trustee's possession, collected by him during his administration of this case.

### **Expense Reimbursement**

17. In connection with the performance of the services included herein, Baldi & Associates has incurred actual and necessary expenses for which he requests reimbursement in the amount of \$71.37. These expenses primarily relate to photocopying and postage for service of pleadings and other documents filed with this Court. Itemized descriptions of the expenses are included within the billing statements attached hereto as Exhibit C.

### **Status of the Case**

18. The Trustee has administered all of the assets belonging to this Estate and completed his review and analysis of the claims filed against the Estate.

19. Trustee has completed and filed his Final Report simultaneously herewith. Final Fee Applications for the Trustee and the Trustee's Accountants have also been filed concurrently with this Application.

### **Financial Condition of the Case**

20. Trustee currently has \$406,563.26 on deposit in the Estate's bank accounts. The Chapter 7 administrative expenses that are currently owing and those the Trustee anticipates the Estate will incur prior to the closing of this case include 1) the fees and expenses allowed to Trustee in connection with his final fee application, 2) the legal fees and expenses allowed to Joseph A. Baldi & Associates, P.C. in connection with this final fee application, 3) the fees allowed to Trustee's Accountants in connection with its final fee application, and 4) any fees which may be due or outstanding to the offices of the United States Trustee and the Clerk of the United States Bankruptcy Court.

21. Following payment of all Chapter 7 administrative expenses set forth above, Trustee estimates there will be funds available to make a final distribution to general unsecured creditors in this case representing approximately 44.46% of allowed claims.

**Trustee's Approval**

22. Baldi & Associates certifies that the Trustee has received, reviewed and approved this Application.

WHEREFORE, Baldi & Associates, attorneys for Joseph A. Baldi, as trustee, requests the entry of an order providing the following:

A. Allowing to Baldi & Associates final compensation in the amount of \$9,773.00 for actual and necessary professional services rendered to the Trustee from March 1, 2008 through the closing of this case; and

B. Allowing to Baldi & Associates reimbursement of \$71.37 for expenses incurred in connection with the foregoing services;

C. Allowing to Baldi & Associates that all monies previously awarded and paid as interim compensation shall be deemed final; and

D. For such other and further relief as this Court deems appropriate.

Dated: March 17, 2010

Joseph A. Baldi & Associates, P.C.

Attorneys for Joseph A. Baldi, as trustee of the estate  
of Pelham Enterprises, Inc., debtor

By: /s/  
Joseph A. Baldi

Joseph A. Baldi/Atty ID 00100145  
Elizabeth C. Berg/Atty ID 6200886  
19 South LaSalle St. Suite 1500  
Chicago IL 60603  
312.726.8150

**Retention Order**

**Exhibit A**



07-01312:22.0:Application to Employ:Main Document Entered: 3/14/2007 12:49:14 PM by:Joseph Baldi, Page 8 of 8

UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

In re	)	Chapter 7
	)	Case No. 07-01312
Pelham Enterprises, Inc.,	)	Hon. John H. Squires
	)	Hearing Date: March 22, 2007
Debtor.	)	Time: 9:30 a.m.

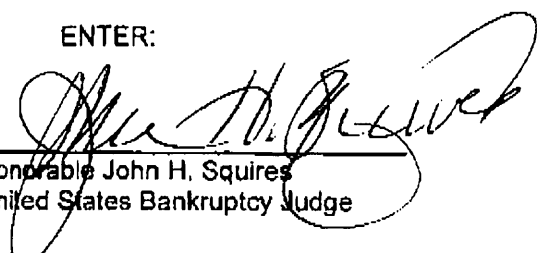
**Order Authorizing Trustee to Employ Attorneys**

THIS CAUSE comes before this Court on the Trustee's Application to Employ Joseph A. Baldi and the law firm of Joseph A. Baldi & Associates, P.C. as attorneys for Trustee and the affidavit of Joseph A. Baldi in support thereof; and the Court being fully advised in the premises:

IT IS HEREBY ORDERED that Joseph A. Baldi, as trustee of the estate of Pelham Enterprises, Inc., debtors, is authorized to employ Joseph A. Baldi and the law firm of Joseph A. Baldi & Associates, P.C. to act as counsel for the Trustee, with compensation to be paid in such amounts as may be allowed by this Court upon proper application therefor.

Dated: March 22, 2007

ENTER:

  
Honorable John H. Squires  
United States Bankruptcy Judge

Joseph A. Baldi  
Attorney ID No. 00100145  
Elizabeth C. Berg  
Attorney ID No. 6200886  
Joseph A. Baldi & Associates, P.C.  
19 South LaSalle Street Suite 1500  
Chicago, IL 60603  
(312) 726-8150

**Order Awarding Interim Compensation**

**Exhibit B**

UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

In re	)	Chapter 7
	)	Case No. 07 B 01312
Pelham Enterprises, Inc..	)	Hon. John H. Squires
f/k/a Dencor Energy Cost Controls, Inc.,	)	
	)	<b>Hearing Date: March 25, 2008</b>
Debtor.	)	<b>Time: 9:30 a.m.</b>

**Order Granting First Application for Allowance and Payment of Interim  
Compensation of Baldi & Associates,  
Attorneys for Trustee**

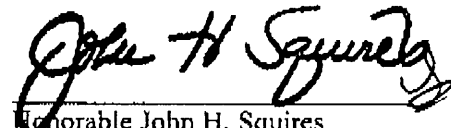
This matter coming before the Court for hearing on the First Application for Allowance and Payment of Interim Compensation of Baldi & Associates, Attorneys for Trustee ("Application"), due notice having been given and the Court being fully advised in the premises;

**IT IS HEREBY ORDERED THAT:**

1. Baldi & Associates is allowed interim compensation in the amount of \$6,872.00 for actual and necessary professional services rendered to the Trustee from March 12, 2007 through February 27, 2008; and
2. Trustee is authorized to pay to Baldi & Associates the amount allowed in paragraph one hereof immediately.

Dated: March 25, 2008

ENTER:

  
Honorable John H. Squires  
United States Bankruptcy Judge

**Billing Statements**

**Exhibit C**

**Joseph A. Baldi & Associates, P. C.**  
**19 S. LaSalle Street**  
**Suite 1500**  
**Chicago, IL 60603**

**Phone:** (312) 726-8150

**Fax:** (312) 726-5067

**FEIN:** 36-4352753

***Invoice submitted to:***

March 22, 2010

Invoice No: 1393

Joseph A. Baldi, trustee  
Joseph A. Baldi  
19 South LaSalle Street  
Suite 1500  
Chicago, IL 60603

***Consolidated Summary***

	Hours	Fees	Expenses	Total Charges	Payments	Previous Balance	Balance Due
<b><i>Pelham - General Administration</i></b>							
	3.00	\$1,139.50	\$0.00	\$1,139.50	\$-4,528.00	\$4,528.00	\$1,139.50
<b><i>Pelham - Claims review</i></b>							
	12.20	\$4,137.50	\$0.00	\$4,137.50	\$-2,120.00	\$2,120.00	\$4,137.50
<b><i>Pelham - Fee Applications</i></b>							
	16.10	\$4,256.00	\$71.37	\$4,327.37	\$0.00	\$0.00	\$4,327.37
<b><i>Pelham - Retention of Professionals</i></b>							
	0.60	\$240.00	\$0.00	\$240.00	\$-224.00	\$224.00	\$240.00
Balance Due	31.90	\$9,733.00	\$71.37	\$9,844.37			<u>\$9,844.37</u>

**Joseph A. Baldi & Associates, P. C.**

3/22/2010

Pelham - General Administration

Page 2

**In Reference to:** *Pelham - General Administration*

***Professional Services***

<u>Date</u>	<u>Staff</u>	<u>Description</u>	<u>Hours</u>	<u>Charges</u>	
4/02/2008	JAB	Telephone call from CB re extension of time for final payment (.3). Telephone call from Bauch re same (.2).	0.50 \$400.00/ hr	\$200.00	
4/04/2008	JAB	Review request for extension to pay final installment, (.3) review order reducing People's Gas claim calculate credit (.1). E-mail to Buonovalente and Zazove agreeing to same, granting credit against final payment due (.5). Telephone call to Zazove re same (.3).	1.20 \$400.00/ hr	\$480.00	
6/11/2008	ECB1	Review case docket and confirm Gino's East claim withdrawals (.1) Teleconference with Perkins Coie and arrange for delivery of Bill of Sale (.1)	0.20 \$160.00/ hr	\$32.00	
7/24/2008	JAB	Telephone call to insurance broker re cash value of insurance policy (.5). Telephone call to Bauch re same and proposal to sell to Ernie (.5).	1.00 \$400.00/ hr	\$400.00	
11/12/2009	ECB	Review of IRS prompt determination response; Memo to Trustee re same	0.10 \$275.00/ hr	\$27.50	
		Total Hours	3.00	Total Fees	\$1,139.50

**Joseph A. Baldi & Associates, P. C.**

3/22/2010

Page 3

Pelham - General Administration

---

Total New Charges	\$1,139.50
-------------------	------------

Previous Balance	\$4,528.00
------------------	------------

<b>Payment:</b>	3/25/2008	1002	Pelham Enterprises, Inc	\$-4,528.00
-----------------	-----------	------	-------------------------	-------------

Total Payments and Credits	\$-4,528.00
----------------------------	-------------

Balance Due	<u>\$1,139.50</u>
-------------	-------------------

***Timekeeper Summary***

<u>Name</u>	<u>Hours</u>	<u>Rate</u>
Elizabeth C Berg	0.10	\$275.00
Elizabeth (1) C Berg	0.20	\$160.00
Joseph A Baldi	2.70	\$400.00

**Joseph A. Baldi & Associates, P. C.**

3/22/2010

Pelham - Claims review

Page 4

**In Reference to:** *Pelham - Claims review*

**Professional Services**

Date	Staff	Description	Hours	Charges
2/28/2008	JAB	Teleconference with P Bauch re payment of secured claim, application for post petition fees. (.3)	0.30 \$400.00/ hr	\$120.00
3/19/2008	JAB	Review motion to pay Bauch & Michaels on lien claim.	0.30 \$400.00/ hr	\$120.00
4/04/2008	JAB	Review status of claims objections (.4), telephone call to Zazove re same (.2)	0.60 \$400.00/ hr	\$240.00
4/08/2008	JAB	Appear on Pelham - Bauch Motion to pay secured claim, review order re same.	0.40 \$400.00/ hr	\$160.00
4/11/2008	JAB	Review document filed withdrawing Bauch & Michaels claim as paid	0.30 \$400.00/ hr	\$120.00
4/18/2008	JAB	Review response of Goldberg to claim objection. (.3) Teleconference with Zazove re same and joining in objection. (.3) Telephone call to Bauch re legal issues and factual background. (.3)	0.90 \$400.00/ hr	\$360.00
4/24/2008	JAB	Teleconference with Bauch re objection to Goldberg claim-Discuss joining in objection, problems with same.	0.50 \$400.00/ hr	\$200.00
5/02/2008	JAB	Review response to City of Chicago claims objection (.2). Teleconference with P Bauch re same and information from debtor re same (.4). Review status of remaining claims objections (.4).	1.00 \$400.00/ hr	\$400.00
5/05/2008	JAB	Review claims objections. telephone call to Zazove re status of same. Discuss claims resolutions.	0.50 \$400.00/ hr	\$200.00
5/22/2008	DBW	Teleconference with John Green re filing wage proof of claim	0.20 \$300.00/ hr	\$60.00
7/16/2008	JAB	Teleconference with Zazove re settlement proposal to Goldbergs. likely dividend in cases (.5). Review calculation of same (.2). Confer with Zazove on calculations (.3).	1.00 \$400.00/ hr	\$400.00
7/21/2008	JAB	Review City claim (.3), discuss proposed settlement with B Audette (.3). Confer with Bach re settlement. basis for claim (.4).	1.00 \$400.00/ hr	\$400.00



**Joseph A. Baldi & Associates, P. C.**

3/22/2010

Pelham - Claims review

Page 5

7/23/2008	JAB	Teleconference with Zazove re settlement agreement (.2). Review final draft of agreement for execution (.4).	0.60 \$400.00/ hr	\$240.00	
7/28/2008	JAB	Review and provide comments on motion to compromise claims with Goldberg.	0.60 \$400.00/ hr	\$240.00	
8/28/2009	RKP	Review docket and claims register for claims issues, resolution and analysis (2.4); phone conversation with J. Baldi re same (.1)	2.50 \$190.00/ hr	\$475.00	
9/02/2009	RKP	Meet with J. Baldi re: claims review and issues to resolve	0.30 \$190.00/ hr	\$57.00	
9/04/2009	RKP	Phone conversation with S. Galbreath re: trustee's objection to claim 6 as not valid secured (.3); prepare letter to Galbreath and amended claim asserting claim as unsecured (.4).	0.70 \$190.00/ hr	\$133.00	
3/01/2010	JAB	Review issues regarding payment in related cases on joint debt, whether claims should be reduced. Confer with RKP on follow up re same (.1).	0.50 \$425.00/ hr	\$212.50	
Total Hours			12.20	Total Fees	\$4,137.50

**Joseph A. Baldi & Associates, P. C.**

3/22/2010

Page 6

Pelham - Claims review

---

Total New Charges	\$4,137.50
-------------------	------------

Previous Balance	\$2,120.00
------------------	------------

<b>Payment:</b>	3/25/2008	1002	Pelham Enterprises, Inc	\$-2,120.00
-----------------	-----------	------	-------------------------	-------------

Total Payments and Credits	\$-2,120.00
----------------------------	-------------

Balance Due	<u>\$4,137.50</u>
-------------	-------------------

***Timekeeper Summary***

<u>Name</u>	<u>Hours</u>	<u>Rate</u>
Donna B Wallace	0.20	\$300.00
Joseph A Baldi	8.00	\$400.00
Joseph A Baldi	0.50	\$425.00
Ricki K Podorovsky	3.50	\$190.00

**Joseph A. Baldi & Associates, P. C.**

3/22/2010

Pelham - Fee Applications

Page 7

**In Reference to:** *Pelham - Fee Applications*

**Professional Services**

Date	Staff	Description	Hours	Charges
2/25/2008	JAB	Review and revise pre-bills for preparation of fee application.	1.00 \$400.00/ hr	\$400.00
2/26/2008	DBW	Prepare B&A 1st Interim fee application (1.3), Notice to Creditors (.2), Proposed Order (.1) & Affidavit (.1) and cover sheet (.2)	1.90 \$300.00/ hr	\$570.00
2/27/2008	DBW	proofread fee application and attendant documents (.4), revise Baldi & Associates Fee Application to include information re status of case and litigation (.5)	0.90 \$300.00/ hr	\$270.00
2/27/2008	DBW	Prepare 1st Interim fee application - Trustee (1.1), Notice to Creditors (.2), Proposed Order (.1) & Affidavit (.1) and cover sheet (.2) for Trustee, proofread (.3), revise (.1)	2.10 \$300.00/ hr	\$630.00
2/28/2008	DBW	Conference with Trustee re changes to Trustee's fee application (.2), revise application and notice re same (.4)	0.60 \$300.00/ hr	\$180.00
2/29/2008	JAB	Final revisions to B&A fee application and order (.7), confer with ACM re service and filing (.1)	0.70 \$400.00/ hr	\$280.00
3/03/2010	RKP	Prepare B&A fee application (2.0); coversheet, order and affidavit (.2); prepare draft Popowcer fee application (.5); coversheet, order and affidavit (.2); prepare Trustee fee application (1.5); coversheet, order and affidavit (.3).	4.70 \$190.00/ hr	\$893.00
3/09/2010	RKP	Further draft Trustee fee application	0.40 \$190.00/ hr	\$76.00
3/16/2010	JAB	Review and edit Trustee fee application (.4); review and edit B&A fee application (.5); review Popowcer fee application (.1)	1.00 \$425.00/ hr	\$425.00
3/17/2010	RKP	Finalize Trustee fee application (1.5); finalize B&A fee application (.8); review and edit same (.5).	2.80 \$190.00/ hr	\$532.00
Total Hours			16.10	Total Fees \$4,256.00

**Joseph A. Baldi & Associates, P. C.**

3/22/2010

Pelham - Fee Applications

Page 8

***Expenses***

<u>Start Date</u>	<u>Code</u>	<u>Description</u>	<u>Quantity</u>	<u>Charges</u>
2/29/2008	POSTAGE	Envelopes for 2002 Notice for Joseph A. Baldi as Trustee, and 2002 Notice for Joseph A. Baldi & Associates, attorneys for Trustee	117.00 @ \$0.41/each	\$47.97
2/29/2008	PHOTOCOP	2002 Notice for Joseph A. Baldi as Trustee and 2002 Notice for Joseph A. Baldi & Associates, P.C., attorneys for Trustee	234.00 @ \$0.10/each	\$23.40
Total Expenses				<u>\$71.37</u>
Total New Charges				<u>\$4,327.37</u>
Previous Balance				\$0.00
Balance Due				<u><u>\$4,327.37</u></u>

***Timekeeper Summary***

<u>Name</u>	<u>Hours</u>	<u>Rate</u>
Donna B Wallace	5.50	\$300.00
Joseph A Baldi	1.70	\$400.00
Joseph A Baldi	1.00	\$425.00
Ricki K Podorovsky	7.90	\$190.00

**Joseph A. Baldi & Associates, P. C.**

3/22/2010

Pelham - Retention of Professionals

Page 9

**In Reference to:** *Pelham - Retention of Professionals*

***Professional Services***

<u>Date</u>	<u>Staff</u>	<u>Description</u>	<u>Hours</u>	<u>Charges</u>
7/18/2008	JAB	Prepare application to retain accountants	0.50 \$400.00/ hr	\$200.00
7/31/2008	JAB	Appear on Pelham - Application to employ accountants	0.10 \$400.00/ hr	\$40.00
		Total Hours	0.60	Total Fees
				\$240.00

**Joseph A. Baldi & Associates, P. C.**

3/22/2010

Pelham - Retention of Professionals

Page 10

---

Total New Charges	\$240.00
-------------------	----------

Previous Balance	\$224.00
------------------	----------

<b>Payment:</b>	3/25/2008	1002	Pelham Enterprises, Inc	\$-224.00
-----------------	-----------	------	-------------------------	-----------

Total Payments and Credits	\$-224.00
----------------------------	-----------

Balance Due	<u>\$240.00</u>
-------------	-----------------

***Timekeeper Summary***

<u>Name</u>	<u>Hours</u>	<u>Rate</u>
Joseph A Baldi	0.60	\$400.00

**Rule 2016 Affidavit**

**Exhibit D**

UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION

In re	)	Chapter 7
	)	
Pelham Enterprises, Inc.	)	Case No. 07 B 01312
	)	
Debtor.	)	Hon. John H. Squires
	)	

**Rule 2016 Affidavit**

State of Illinois       )  
County of Cook       )

I, Joseph A. Baldi, being first duly sworn upon oath, do depose and state as follows:

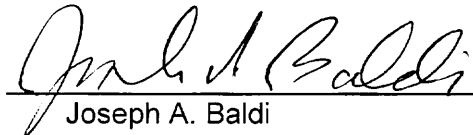
1. I am the principal of Joseph A. Baldi & Associates and am authorized to execute this affidavit on behalf of Joseph A. Baldi & Associates.

2. I have read the Second and Final Application for Allowance and Payment of Compensation and Reimbursement of Expenses of Joseph A. Baldi & Associates, Attorneys for Trustee ("Application") and all of the factual matters set forth therein are true to the best of my knowledge, information and belief. Joseph A. Baldi & Associates has performed the services set forth and described in the Application at the request and pursuant to the direction of the Trustee.

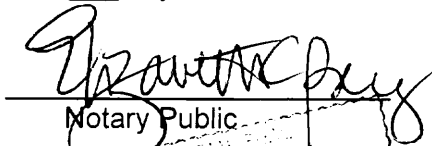
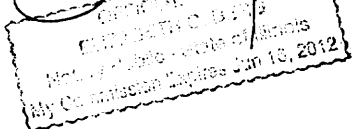
3. A copy of the Application has been provided to Trustee and the Trustee has reviewed and approved the Application.

4. Joseph A. Baldi & Associates has not previously received payment of any compensation for services rendered in connection with this case, except to the extent of the interim compensation awarded and paid pursuant to this Court's order dated March 25, 2008. Joseph A. Baldi & Associates has not entered into any agreement with any other person or persons for the sharing of compensation received or to be received for services rendered in connection with this matter, except among the principals and associates of Joseph A. Baldi & Associates.

5. Further affiant sayeth naught.

  
\_\_\_\_\_  
Joseph A. Baldi

Subscribed and Sworn to before me  
this 20 day of March, 2010

  
\_\_\_\_\_  
Notary Public  


**Exhibit D**